

Mid-State Health Network (MSHN) Board of Directors Meeting
Tuesday, November 1, 2022
MYMichigan Medical Center
Meeting Minutes

1. Call to Order

Chairperson Ed Woods called this meeting of the Mid-State Health Network Board of Directors to order at 5:00 p.m.

2. Roll Call

Secretary Kurt Peasley provided the roll call for Board Members in attendance.

Board Member(s) Present: Joe Brehler (CEI), Bruce Cadwallender (Shiawassee), Mike Cierzniewski (Saginaw), Ken DeLaat (Newaygo), Dan Grimshaw (Tuscola), John Johansen (Montcalm), Jeanne Ladd (Shiawassee), Pat McFarland (Bay-Arenac), Deb McPeek-McFadden (Ionia), Ken Mitchell (CEI), Gretchen Nyland (Ionia), Irene O'Boyle (Gratiot), Kurt Peasley (Montcalm), Joe Phillips (CMH for Central Michigan), Tracey Raquepaw (Saginaw)-joined at 5:14 p.m., Tom Ryder (Bay-Arenac), Kerin Scanlon (CMH for Central Michigan)-joined at 5:07 p.m., Richard Swartzendruber (Huron), and Ed Woods (LifeWays)

Board Member(s) Remote: David Griesing (Tuscola)

Board Member(s) Absent: Brad Bohner (LifeWays), Tina Hicks (Gratiot), Susan Twing (Newaygo), and Beverly Wiltse (Huron)

Staff Member(s) Present: Joseph Sedlock (Chief Executive Officer), Amanda Ittner (Deputy Director), Kim Zimmerman (Chief Compliance and Quality Officer), and Sherry Kletke (Executive Support Specialist)

Staff Member(s) Remote: Leslie Thomas (Chief Financial Officer)

3. Approval of Agenda for November 1, 2022

Board approval was requested for the Agenda of the November 1, 2022, Regular Business Meeting.

MOTION BY KEN MITCHELL, SUPPORTED BY DEB McPEEK-McFADDEN, FOR APPROVAL OF THE AGENDA OF THE NOVEMBER 1, 2022, REGULAR BUSINESS MEETING, AS PRESENTED. MOTION CARRIED: 17-0.

4. Public Comment

An opportunity for public comment was provided. There was no public comment.

5. MSHN External Compliance Examination Report Presentation (Roslund, Prestage and Company)

Mr. Derek Miller; Auditor, from Roslund, Prestage and Company presented his report and highlighted key information included in the MSHN Fiscal Year 2021 Compliance Examination conducted by his firm and provided within board member packets. The audit found that MSHN complied in all material aspects with the specified requirements; that no control deficiencies were found; no material non-compliance with laws, regulations, or contracts were identified; and no fraud was found. Mr. Miller expressed great appreciation to Ms. Leslie Thomas and the finance team at MSHN. The MSHN Finance Team are very cooperative and pleasant to work with.

MOTION BY DEB McPEEK-McFADDEN, SUPPORTED BY JOHN JOHANSEN, TO RECEIVE AND FILE THE REPORT ON COMPLIANCE OF MID-STATE HEALTH NETWORK FOR THE YEAR ENDED SEPTEMBER 30, 2021. MOTION CARRIED: 18-0.

6. Mid-State Health Network Compliance Plan Update

Ms. Kim Zimmerman presented information specific to the changes incorporated into the MSHN Fiscal Year 2023 Corporate Compliance Plan Update. Ms. Kim Zimmerman encouraged members to contact her directly with any questions, concerns or to request additional information.

MOTION BY KEN DELAAT, SUPPORTED BY RICH SWARTZENDRUBER, FOR APPROVAL OF THE MSHN FISCAL YEAR 2023 CORPORATE COMPLIANCE PLAN AND ACKNOWLEDGE RECEIPT. MOTION CARRIED: 19-0.

7. Chief Executive Officer's Report

Mr. Joseph Sedlock discussed several items from within his written report to the Board highlighting the following:

- PIHP/Regional Matters
 - COVID-19 MSHN internal operations status including implementation of the MSHN post-pandemic operations plan starting December 5, 2022 with in-person departmental meetings for most teams beginning in January 2023
 - Mobile Care Unit
 - Statewide Consensus Statement of Support for Substance Use Disorder (SUD) Harm Reduction Activities
- State of Michigan/Statewide Activities
 - Annual Report on Community Mental Health Service Providers, Pre-paid Inpatient Health Plans, and Regional Entities

- Opioid Health Home Begins in the MSHN region
- Behavioral Health Home Coming to the MSHN region Spring 2023

8. Deputy Director's Report

Ms. Amanda Ittner discussed several items in her written report to the board, highlighting the following:

- MSHN Staffing Update - Tera Harris accepted the transfer to the SED/Autism Coordinator position effective November 7, 2022. Sherry Kletke's title has changed from Executive Assistant to Executive Support Specialist with assuming additional responsibilities that include support for human resources and office operations previously assigned to the Office Assistant. The volume of interest expressed by Community Mental Health Service Providers (CMHSPs) to implement Behavioral Health Homes makes it a priority to post a second Integrated Healthcare Coordinator position.
- FY22 Balanced Scorecard
- Performance Measures Validation Report – FY22
- Compliance Review Report – FY22
- Compliance, Quality and Customer Service Report
- Information Technology Report

9. Chief Financial Officer's Report

Mr. Joseph Sedlock provided an overview of the financial reports included within board meeting packets for the period ended September 30, 2022.

MOTION BY TRACEY RAQUEPAW, SUPPORTED BY KURT PEASLEY, TO RECEIVE AND FILE THE PRELIMINARY STATEMENT OF NET POSITION AND PRELIMINARY STATEMENT OF ACTIVITIES FOR THE PERIOD ENDING SEPTEMBER 30, 2022, AS PRESENTED. MOTION CARRIED: 19-0.

10. Contracts for Consideration/Approval

Ms. Amanda Ittner provided an overview of the FY2023 contract listing provided in the meeting packet and requested the board authorize MSHN's CEO to sign and fully execute the contracts listed on the FY2023 contract listing.

MOTION BY DEB McPEEK-McFADDEN, SUPPORTED BY DAN GRIMSHAW, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE CONTRACTS AS PRESENTED AND LISTED ON THE FY23 CONTRACT LISTING. MOTION CARRIED: 19-0.

New Item: MDHHS/MSHN Contract Amendment #8

Mr. Joseph Sedlock explained the addition of Contract Amendment #8 being issued by MDHHS for PIHP Signatures that was inadvertently excluded from the FY2023 contract listing provided in the board meeting packet and requested the board authorize MSHN CEO to sign and fully execute the MDHHS/MSHN Contract Amendment #8.

MOTION BY KURT PEASLEY, SUPPORTED BY JOHN JOHANSEN, TO AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO SIGN AND FULLY EXECUTE THE MDHHS/MSHN CONTRACT AMENDMENT #8 AS PRESENTED. MOTION CARRIED: 19-0.

11. Executive Committee Report

- Ms. Irene O’Boyle announced the annual CEO performance review process has formally begun. Board Members will receive an email tomorrow, November 2, 2022 from Survey Monkey to participate in the CEO performance review process. Members will have a limited time to complete the survey. Ms. O’Boyle reminded Board members that the CEO is not involved in any aspect of the process and does not see individual responses. All board members are encouraged to participate and offer feedback. A comprehensive list consisting of peers, stakeholders and staff were sent a 360-feedback performance survey to complete. Results will be gathered after the close of both surveys and will be presented at the December Executive Committee meeting and presented to the full board at the January meeting.
- Mr. Ed Woods announced that recently the Board had approved a cost-of-living increase for MSHN staff, which raised the question whether the same cost-of-living increase is also applicable to the CEO contractual position. The Executive Committee clarified the intention that the board approved cost-of-living increase does apply to the CEO and contractually specified compensation should be adjusted based on any board approved all staff increases. The MSHN Executive Committee requests board support for a clarification that board actions to approve compensation adjustments that apply to all staff, such as a cost-of-living increase, also apply to the CEO.

MOTION BY KEN MITCHELL, SUPPORTED BY JOHN JOHANSEN, THAT BOARD ACTIONS TO APPROVE COMPENSATION THAT APPLY TO ALL STAFF, SUCH AS A COST-OF-LIVING INCREASE, ALSO APPLY TO THE CEO. MOTION CARRIED: 19-0.

12. Chairpersons Report

Mr. Ed Woods wished all board members a wonderful upcoming holiday season since this evening is the last meeting of the calendar year.

13. Approval of Consent Agenda

Board approval was requested for items on the consent agenda as listed in the motion below, and as presented.

MOTION BY KURT PEASLEY, SUPPORTED BY DEB McPEEK-McFADDEN, TO APPROVE THE FOLLOWING DOCUMENTS ON THE CONSENT AGENDA: APPROVE MINUTES OF THE SEPTEMBER 13, 2022 BOARD OF DIRECTORS MEETING; APPROVE MINUTES OF THE SEPTEMBER 13, 2022 PUBLIC HEARING MEETING; RECEIVE SUBSTANCE USE DISORDER OVERSIGHT POLICY BOARD MINUTES OF AUGUST 17, 2022; RECEIVE BOARD EXECUTIVE COMMITTEE MEETING MINUTES OF OCTOBER 21, 2022; RECEIVE POLICY COMMITTEE MINUTES OF OCTOBER 4, 2022; RECEIVE OPERATIONS COUNCIL KEY DECISIONS OF SEPTEMBER 19, 2022 AND OCTOBER 17, 2022; AND TO APPROVE ALL OF THE FOLLOWING POLICIES: BEHAVIORAL HEALTH RECOVERY ORIENTED SYSTEMS OF CARE, CHILDREN'S HOME AND COMMUNITY BASED SERVICES WAIVER, COMMUNITY DEPENDENT LIVING PLACEMENT, CULTURAL COMPETENCY, EMERGENCY SERVICES POSTSTABILIZATION, EVIDENCE-BASED PRACTICES, HABILITATION SUPPORTS WAIVER, HOME AND COMMUNITY BASED SERVICES COMPLIANCE MONITORING, INDIAN HEALTH SERVICES/TRIBALLY-OPERATED FACILITY/URBAN INDIAN CLINIC SERVICES, INPATIENT PSYCHIATRIC HOSPITALIZATION STANDARDS, OUT-OF-STATE PLACEMENTS, PERSON/FAMILY CENTERED PLAN OF SERVICE, SERIOUS EMOTIONAL DISTURBANCE WAIVER, SERVICE PHILOSOPHY & TREATMENT, STANDARDIZED ASSESSMENT, SUD SERVICES MEDICATION ASSISTANCE TREATMENT, SUD SERVICES OUT OF REGION COVERAGE, SUD SERVICES WOMEN'S SPECIALTY SERVICES, SUPPORT INTENSITY SCALE, SUPPORTS INTENSITY SCALE QUALITY LEAD, TELEMEDICINE, TRAUMA INFORMED SYSTEMS OF CARE. MOTION CARRIED: 19-0.

14. Other Business

Board members expressed difficulty hearing when participating in previous board meetings via teleconference. Members also expressed their pleasure with today's meeting location. The acoustics seemed to work well both inside the room and for those members present on the phone. Board members reached a consensus to switch the meeting locations for the winter month meetings: November, January and March, to today's current meeting location. MSHN Administrative staff will inquire if the current space is available for the upcoming January and March meetings and investigate the logistics to release contracts for the locations currently scheduled.

15. Public Comment:

An opportunity for public comment was provided. There was no public comment.

16. Adjournment

The MSHN Board of Directors Regular Business Meeting adjourned at 6:05 p.m.